

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Newport Corporation		07/18/2013	CORPORATION: NEVADA
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, National Association, as Administrative Agent		
Street Address:	10 South Dearborn		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	National banking association: UNITED STATES		
PROPERTY NUMBERS Total: 53			
Property Type	Number	Word Mark	
Registration Number:	4330521	EXCELSIOR	
Registration Number:	4330520	S SPECTRA-PHYSICS	
Registration Number:	2130320	VELOCITY	
Registration Number:	1685763	V	
Registration Number:	1687057	NEW FOCUS	
Registration Number:	4263476	DATUM	
Registration Number:	4309491	QUASAR	
Registration Number:	4129651	INSIGHT	
Registration Number:	4073450	CORION	
Registration Number:	4032802	NSTRUCT	
Registration Number:	3600219	MAKE, MANAGE AND MEASURE LIGHT	
Registration Number:	3370293	EXCELSIOR	
Registration Number:	3345264	EXPLORER	
Registration Number:	3541802	IQ DAMPER	

Registration Number:	3294809	IQ DAMPING TECHNOLOGY
Registration Number:	3190279	SMARTTABLE
Registration Number:	3330829	MATISSE
Registration Number:	3345183	REVEAL
Registration Number:	3360444	CENTENNIA
Registration Number:	3340848	PULSESCOUT
Registration Number:	3058186	EMPOWER
Registration Number:	3712940	SOLARYX
Registration Number:	3926012	HYBRYX
Registration Number:	3481639	SOLSTICE
Registration Number:	3468777	PULSEO
Registration Number:	2904099	NEWPORT RESOURCE
Registration Number:	2780305	SPITFIRE
Registration Number:	2581563	MAI TAI
Registration Number:	2622866	ORIEL
Registration Number:	2733651	
Registration Number:	2321689	DYNAMYX
Registration Number:	2444644	D-LOK
Registration Number:	2236152	VALUMAX
Registration Number:	2191793	MILLENNIA
Registration Number:	2103240	ORION
Registration Number:	2099353	ULTIMA
Registration Number:	1825031	OPAL
Registration Number:	1817838	MOPO
Registration Number:	1852963	LOK-TO-CLOCK
Registration Number:	1819705	ORIEL
Registration Number:	1759090	TSUNAMI
Registration Number:	1640907	BEAMLOK
Registration Number:	1661478	SPECTRA-PHYSICS
Registration Number:	1654202	S
Registration Number:	1558877	NEWPORT
Registration Number:	1490971	INSTASPEC
Registration Number:	1352510	QUANTA-RAY
Registration Number:	1239206	MOTOR MIKE
Registration Number:	0772271	SPECTRA-PHYSICS

	0772270	
Registration Number:	2078888	ILX LIGHTWAVE
Serial Number:	85900636	SPIRIT
Serial Number:	85925660	VANTAGE

CORRESPONDENCE DATA

Fax Number: 2149813400

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

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Correspondent Name: Dusan Clark, Esq.

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Address Line 2: 717 N. Harwood St., Ste. 3400

Address Line 4: Dallas, TEXAS 75230

ATTORNEY DOCKET NUMBER:	36084-39040
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NAME OF SUBMITTER:	Dusan Clark
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Signature:	/Dusan Clark/
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Date:	07/22/2013
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Total Attachments: 5

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**CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (the "Confirmatory Grant") is made effective as of July 18, 2013 by and from NEWPORT CORPORATION, a Nevada corporation (the "Grantor"), to and in favor of JPMORGAN CHASE BANK, NATIONAL ASSOCIATION, (the "Grantee") for itself and as Administrative Agent for the Lenders (as defined in the Credit Agreement referenced below).

WHEREAS, the Grantor, the Lenders and Grantee have entered into a Credit Agreement dated July 18, 2013 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

WHEREAS, certain Subsidiaries of the Grantor, have guaranteed the repayment of the Secured Obligations pursuant to a Guaranty dated July 18, 2013 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Guaranty").

WHEREAS, the Grantor and certain Subsidiaries of the Grantor have entered into a Security and Pledge Agreement dated July 18, 2013 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Security and Pledge Agreement").

WHEREAS, the Grantor owns the trademarks (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted to Grantee under the Security and Pledge Agreement. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security and Pledge Agreement and the other loan documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security and Pledge Agreement, the provisions of the Security and Pledge Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement.

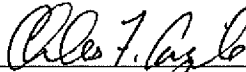
2) The Security Interest.

(a) This Confirmatory Grant is made to secure the satisfactory performance and payment of (i) all the Secured Obligations and (ii) all of the obligations and liabilities of the Subsidiary Guarantors under the Guaranty. Upon the payment in full of all Secured Obligations (other than contingent indemnification obligations), Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to Grantor all reasonably requested instruments in writing releasing the security interest in the Trademarks acquired under this Confirmatory Grant.

(b) The Grantor hereby grants to Grantee a security interest in (1) all of Grantor's right, title and interest in and to the Trademarks set forth in Exhibit A now owned or from time to time after the date hereof owned or acquired by the Grantor, together with (2) all proceeds and products of the Trademarks, (3) the goodwill associated with such Trademarks, and (4) all causes of action arising prior to or after the date hereof for infringement of the Trademarks or unfair competition regarding the same.

IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant of Security Interest effective as of the date first written above.

NEWPORT CORPORATION,
a Nevada corporation

By: 
Name: Charles F. Cargile
Title: Senior Vice President, Chief Financial
Officer and Treasurer

CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS
Exhibit A - SCHEDULE OF TRADEMARKS

Attached.

CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS
Exhibit A - SCHEDULE OF TRADEMARKS

Registered Marks

Mark	Registration No.	Registration Date
EXCELSIOR (International Class 10)	4,330,521	5/7/13
SPECTRA-PHYSICS	4,330,520	5/7/13
VELOCITY	2,130,320	1/20/98
V (& DESIGN)	1,685,763	5/5/92
NEW FOCUS	1,687,057	5/12/92
DATUM	4,263,476	12/25/12
QUASAR	4,309,491	3/26/13
INSIGHT	4,129,651	4/17/12
CORION	4,073,450	12/20/11
NSTRUCT	4,032,802	9/27/11
MAKE, MANAGE AND MEASURE LIGHT	3,600,219	3/31/09
EXCELSIOR (International Class 9)	3,370,293	1/15/08
EXPLORER	3,345,264	11/27/07
IQ DAMPER	3,541,802	12/2/08
IQ DAMPING TECHNOLOGY	3,294,809	9/18/07
SMARTTABLE	3,190,279	12/26/06
MATISSE	3,330,829	11/6/07
REVEAL	3,345,183	11/27/07
CENTENNIA	3,360,444	12/25/07
PULSESCOUT	3,340,848	11/20/07
EMPOWER	3,058,186	2/7/06
SOLARYX	3,712,940	11/17/09
HYBRYX	3,926,012	3/1/11
SOLSTICE	3,481,639	8/5/08
PULSEO	3,468,777	7/15/08
NEWPORT RESOURCE	2,904,099	11/23/04
SPITFIRE	2,780,305	11/4/03
MAI TAI	2,581,563	6/18/02
ORIEL	2,622,866	9/24/02
Design Only	2,733,651	7/8/03
DYNAMYX	2,321,689	2/22/00
D-LOK	2,444,644	4/17/01
VALUMAX	2,236,152	3/30/99
MILLENNIA	2,191,793	9/29/98
ORION	2,103,240	10/7/97
ULTIMA	2,099,353	9/23/97
OPAL	1,825,031	3/8/94
MOPO	1,817,838	1/25/94
LOK-TO-CLOCK	1,852,963	9/6/94
ORIEL	1,819,705	2/8/94
TSUNAMI	1,759,090	3/16/93
BEAMLOK	1,640,907	4/9/91
SPECTRA-PHYSICS	1,661,478	10/22/91
S	1,654,202	8/20/91
NEWPORT and Design	1,558,877	10/3/89
INSTASPEC	1,490,971	6/7/88
QUANTA-RAY and Design	1,352,510	8/6/85
MOTOR MIKE	1,239,206	5/24/83
SPECTRA-PHYSICS	772,271	6/30/64
Design Only	772,270	6/30/64

Mark	Registration No.	Registration Date
ILX LIGHTWAVE*	2,078,888	7/15/97

*Owner ILX Lightwave Corporation, a Minnesota Corporation, has merged into Newport Corporation.

Pending Applications

Description	Application No.	Filing Date
SPIRIT	85900636	4/10/13
VANTAGE	85925660	5/7/13